

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF PENNSYLVANIA

IN RE:) Case No. 09-10169-TPA
EXCALIBUR MACHINE CO., INC.;) (Consolidated for Administration)
CAMELOT CONSOLIDATED, INC.; BLADE) Chapter 11
TRANSPORT, INC.; MULTI-PLASTICS, INC.;) Docket No. ____
MULTI-TOOL, INC.; MULTI-PLASTICS OF)
NEW MEXICO, INC.; SIPCO, INC.; AND,)
E.A.H. INDUSTRIES, INC.,) Related to Docket Nos. 506, 568, 587,
) 638 & 641
Debtors-in-Possession)
)
EXCALIBUR MACHINE CO., INC.;)
CAMELOT CONSOLIDATED, INC.;)
BLADE TRANSPORT, INC.; MULTI-)
PLASTICS, INC.; MULTI-TOOL, INC.;)
MULTI-PLASTICS OF NEW)
MEXICO, INC.; SIPCO, INC.; AND,)
E.A.H. INDUSTRIES, INC.,)
)
)
Movants)
)
vs.)
)
PNC BANK, N.A., successor by merger)
with NATIONAL CITY BANK (f/k/a)
NATIONAL CITY BANK OF)
PENNSYLVANIA); F.N.B. CAPITAL)
CORPORATION, LLC; SAMUEL)
SON & CO., INC.; AND)
COMMONWEALTH OF)
PENNSYLVANIA, DEPARTMENT OF)
REVENUE, BUREAU OF)
CORPORATION TAXES,)
)
)
Respondents)

**SECOND STIPULATION EXTENDING CLOSING DEADLINE SET FORTH IN THE
ASSET PURCHASE AGREEMENT DATED SEPTEMBER 30, 2009, AS AMENDED**

Excalibur Machine Co., Inc., Camelot Consolidated, Inc., Blade Transport, Inc.

(collectively, the “Debtors”), Esmark, Inc. (“Esmark”), PNC Bank, N.A., successor by merger with National City Bank (f/k/a National City Bank of Pennsylvania) (“PNC”) and F.N.B. Capital

Corporation, LLC (“FNBCC” and together with PNC, the “Banks”), Eric Hoover and Annette Hoover individually (the “Hoovers”), Hoover Realty Group, LP (“HRG” and together with the Hoovers, the “Real Property Sellers”) and the Official Committee of Unsecured Creditors (the “Committee” and together with the Debtors, Esmark, the Banks and the Real Property Sellers, the “Parties”) by and through their undersigned counsel, hereby stipulate and agree to the following amendments to the Asset Purchase Agreement dated September 30, 2009 [Docket No. 506, Exhibit A] as amended by Letter Agreement dated November 10, 2009 [Docket No. 568] and as amended by the *Stipulation Extending Closing Deadline Set Forth in the Asset Purchase Agreement Dated September 30, 2009, as Amended* (the “First Stipulation”), which was approved by this Court on December 17, 2009 [Docket No. 641]:

1. Due to the complexity of the transactions and the volume of documents necessary to complete the closing of the transactions, the Parties agree that a second extension of the Closing deadline from December 23, 2009 to December 30, 2009 is necessary.
2. Accordingly, by consent of all of the Parties, the Closing deadline set forth in Paragraph 13 of the Asset Purchase Agreement, as amended by the November 10, 2009 Letter Agreement, and as amended by the order approving the First Stipulation is extended from December 23, 2009 to December 30, 2009, time and place to be determined.

[INTENTIONALLY BLANK]

Dated: December 23, 2009

STIPULATED AND AGREED TO:

<p>/s/ <u>Lawrence C. Bolla</u> Lawrence C. Bolla, Esquire lbolla@quinnfirm.com QUINN LAW FIRM 2222 West Grandview Boulevard Erie, Pennsylvania 16506 (814) 833-2222 Counsel for Esmark, Inc.</p>	<p>/s/ <u>Guy C. Fustine</u> Guy C. Fustine, Esquire gfstine@kmgslaw.com KNOX MCLAUGHLIN GORNALL & SENNETT 120 West 10th Street Erie, Pennsylvania 16501 (814) 459-2800 Counsel for Debtors Blade Transport, Inc., Camelot Consolidated, Inc. and Excalibur Machine Company, Inc.</p>
<p>/s/ <u>David K. Rudov</u> David K. Rudov, Esquire RUDOV & STEIN, P.C. 100 First Avenue, Suite 500 Pittsburgh, Pennsylvania 15222 (412) 281-7300 Counsel for Eric and Annette Hoover individually and Hoover Realty Group, LP</p>	<p>/s/ <u>Norman Gilkey</u> Norman E. Gilkey, Esquire BABST CALLAND CLEMENTS & ZOMNIR, PC Two Gateway Center, 8th Floor Pittsburgh, Pennsylvania 15222 (412) 394-5626 Counsel for PNC Bank, N.A., successor by merger with National City Bank (f/k/a National City Bank of Pennsylvania)</p>
<p>/s/ <u>James R. Walczak</u> James R. Walczak, Esquire MACDONALD ILLIG JONES & BRITTON LLP 100 State Street, Suite 700 Erie, Pennsylvania 16507 (814) 870-7763 Counsel for F.N.B. Capital Corporation, LLC</p>	<p>/s/ <u>William C. Price</u> William C. Price, Esquire MCGUIRE WOODS LLP EQT Plaza 625 Liberty Avenue, 23rd Floor Pittsburgh, Pennsylvania 15222 (412) 667-7990 Counsel for the Official Committee of Unsecured Creditors</p>

SO ORDERED:

Dated: _____, 2009

Erie, Pennsylvania

THOMAS P. AGRESTI, CHIEF JUDGE
UNITED STATES BANKRUPTCY COURT

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF PENNSYLVANIA

IN RE:) Case No. 09-10169-TPA
) (Consolidated for Administration)
EXCALIBUR MACHINE CO., INC.;) Chapter 11
CAMELOT CONSOLIDATED, INC.; BLADE)
TRANSPORT, INC.; MULTI-PLASTICS, INC.;) Docket No. ____
MULTI-TOOL, INC.; MULTI-PLASTICS OF)
NEW MEXICO, INC.; SIPCO, INC.; AND,)
E.A.H. INDUSTRIES, INC.,) Related to Docket No.
)
Debtors-in-Possession)
)
EXCALIBUR MACHINE CO., INC.;)
CAMELOT CONSOLIDATED, INC.;)
BLADE TRANSPORT, INC.; MULTI-)
PLASTICS, INC.; MULTI-TOOL, INC.;)
MULTI-PLASTICS OF NEW)
MEXICO, INC.; SIPCO, INC.; AND,)
E.A.H. INDUSTRIES, INC.,)
)
Movants)
)
vs.)
)
PNC BANK, N.A., successor by merger)
with NATIONAL CITY BANK (f/k/a)
NATIONAL CITY BANK OF)
PENNSYLVANIA); F.N.B. CAPITAL)
CORPORATION, LLC; SAMUEL)
SON & CO., INC.; AND)
COMMONWEALTH OF)
PENNSYLVANIA, DEPARTMENT OF)
REVENUE, BUREAU OF)
CORPORATION TAXES,)
)
Respondents)

CERTIFICATE OF SERVICE

I, the undersigned, certify that I served, or caused to be served, on the 23rd day of December, 2009, a copy of the *Second Stipulation Extending Closing Deadline Set Forth in the Asset Purchase Agreement Dated September 30, 2009 as Amended* upon each of the following persons and parties in interest at the address shown below:

The following parties were served electronically via the CM/ECF system and will not receive a paper copy of the filing:

Lawrence C. Bolla, Esquire; lbolla@quinnlawfirm.com ; Counsel to Plains Capital Leasing, LLC
Brian E. Caine, Esquire; bcaine@deilylawfirm.com ; Counsel to Chrysler Financial Services Americas, LLC
Robert E. Dauer, Esquire; red@muslaw.com ; Counsel to U.S. Bancorp Equipment Finance, Inc.
Walter E. Deacon, Esquire; wdeacon@mijb.com ; Counsel to First National Bank of PA
Mark E. Freelander, Esquire; mfreelander@mcguirewoods.com ; Counsel to OUCC
Guy C. Fustine, Esquire; gfstine@kmgslaw.com ; Counsel to Accountant, McGill, Power, Bell, & Associates, LLP
Norman E. Gilkey, Esquire; ngilkey@bccz.com ; Counsel to National City Bank
James M. Greenfield, Esquire; dwbank@csonline.net ; Counsel for Allegheny Tool & Supply, Inc.
Joseph F. Gula, Esquire; jgula@kmgslaw.com ; Counsel to Blade Transport, Inc.
Brial M. Kile, Esquire; mcupec@grenenbirsic.com ; Counsel to S&T Bank
Michael P. Kruszewski, Esquire; mkruszewski@quinnfirm.com ; Counsel to Electrolux Home Care Products, Inc.
Edward J. Laubach, Esquire; Edward.j.laubach@irscounsel.treas.gov ; Counsel to Internal Revenue Service
Sherri Blank Lazear, Esquire; slazear@bakerlaw.com ; Counsel to Youngstown Pipe & Supply LLC
Michael J. Lombardo, Esquire; mjlombardo@dhpgrlaw.com ; Counsel to Samuel & Son, Inc.
Sherry Lowe Johnson, Esquire; sdlowejohnson@lammrubenstein.com ; Counsel to All Points Capital Corporation
Nicholas E. Meriwether, Esquire; nmeriwether@mcguirewoods.com ; Counsel to OUCC
Thomas James Minarcik, Esquire; tjminarcik@elderkinlaw.com ; Counsel to Samuel Son & Co., Inc.
Office of the U.S. Trustee; ustregion03.pi.ecf@usdoj.gov
Nicholas R. Pagliari, Esquire; npagliari@quinnfirm.com ; Counsel to Siemens Financial Services, Inc.
T. Lawrence Palmer, Esquire; tpalmer@attorneygeneral.gov ; Counsel to Pa. Dept. of Revenue
Deborah Candace Phillips, Esquire; dephillips@state.pa.us ; Pa. Dept. of Labor & Industry Unemployment Compensation Fund
William C. Price, Esquire; wprice@mcguirewoods.com ; Counsel to OUCC
Susan Fuhrer Reiter, Esquire; sreiter@mijb.com ; Counsel to Mercer County State Bank
Samuel F. Reynolds, Esquire; sreyolds@wgbglaw.com ; Counsel to Harry Davis & Company
Michael J. Roeschenthaler, Esquire; mroeschenthaler@mcguirewoods.com ; Counsel to OUCC
Bryan D. Rohm, Esquire; brohm@stonecipherlaw.com ; Counsel to Larry Sippy
David K. Rudov, Esquire; drudov@rudovstein.com ; Counsel to Eric and Annette Hoover
Russell R. Sanders, Esquire; rsanders@tuckerlaw.com ; Counsel to GMAC
Terry A. Shulsky, Esquire; terry.shulsky@bipc.com ; Counsel to Wells Fargo Equipment Finance, Inc.
Brian H. Smith, Esquire; bsmith@lammrubenstein.com ; dcalciano@lammrubenstein.com ; Counsel to All Points Capital Corporation
George T. Snyder, Esquire; gsnyder@stonecipherlaw.com ; Counsel to Larry Sippy

Leonard F. Spagnolo, Esquire; lspagnolo@bentzlaw.com ; Counsel to TCF Equipment Finance, Inc.
Jeffrey W. Spear, Esquire; jwspear@duanemorris.com ; Counsel to Tyco Electronics Corporation
Gregory L. Taddonio, Esquire; gtaddonio@reedsmith.com ; Counsel to U.S. Casting Co.
Richard T. Victoria, Esquire; rtv@muslaw.com ; Counsel to U.S. Bancorp Equipment Finance, Inc.
James R. Walczak, Esquire; jwalczak@mjb.com ; Counsel to FNB Capital Corporation LLC
Joel M. Walker, Esquire; jmwalker@duanemorris.com ; Counsel to Frontier Steel Company, Inc.
Kristopher Issac deVyver, Esquire; kdevyver@reedsmith.com ; Counsel to Youngstown Pipe & Supply LLC
Joseph M. Fornari, Jr.; joseph.m.fornari@usdoj.gov ; United States Trustee's Office

The following parties will receive service via First Class Mail, Postage Pre-Paid:

Daniel J. Birsic, Esquire Grenen & Birsic PC One Gateway Center Suite 9W Pittsburgh, PA 15222	Joseph M. Fornari, Esquire United States Trustee's Office Liberty Center Suite 970 Pittsburgh, PA 15222	Kerry M. Hayden, Esquire 333 Lee Parkway Eighth Floor Dallas, TX 75219
IKON Office Solutions Inc. Recovery & Bankruptcy Group 3920 Arkwright Road Suite 400 Macon, GA 31210	Michael J. Kacza, Esquire 2100 Bank One Center Building 600 Superior Avenue E. Cleveland, OH 44114	Sherri Blank Lazear, Esquire Capital Square, Suite 2100 65 East State Street Columbus, OH 43215
Rand L. McClellan, Esquire Capital Square Suite 2100 65 East State Street Columbus, OH 43215	Chrysanthe E. Vassiles, Esquire 220 Market Avenue South Suite 1000 Canton, OH 44702	

Respectfully submitted,

QUINN, BUSECK, LEEMHUIS, TOOHEY &
KROTO, INC.

BY: /s/Melissa M. Boni

Melissa M. Boni, Paralegal to
Lawrence C. Bolla, Esquire
PA Id. No. 19679
2222 West Grandview Boulevard
Erie, Pennsylvania 16506-4508
Telephone: 814-833-2222
Facsimile: 814-833-6753
lbolla@quinnfirm.com
Counsel for Buyer, Esmark, Inc.